

INTERNATIONAL BUSINESS MACHINES CORP
 Form 4
 February 07, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SPERO JOAN E

2. Issuer Name and Ticker or Trading Symbol
 INTERNATIONAL BUSINESS MACHINES CORP [IBM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O SECRETARY'S OFFICE, IBM CORPORATION, NEW ORCHARD ROAD

02/06/2014

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ARMONK, NY 10504

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 02/06/2014 | | M | 4,000 | A \$ 88.6 | 5,000 | D |
| Common Stock | 02/06/2014 | | S | 100 | D \$ 174.37 | 4,900 | D |
| Common Stock | 02/06/2014 | | S | 100 | D \$ 174.39 | 4,800 | D |
| Common Stock | 02/06/2014 | | S | 100 | D \$ 174.4 | 4,700 | D |
| | 02/06/2014 | | S | 200 | D | 4,500 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|-----------|-------|---|
| Common Stock | | | | | \$ 174.42 | | |
| Common Stock | 02/06/2014 | S | 400 | D | \$ 174.45 | 4,100 | D |
| Common Stock | 02/06/2014 | S | 100 | D | \$ 174.46 | 4,000 | D |
| Common Stock | 02/06/2014 | S | 100 | D | \$ 174.47 | 3,900 | D |
| Common Stock | 02/06/2014 | S | 300 | D | \$ 174.49 | 3,600 | D |
| Common Stock | 02/06/2014 | S | 200 | D | \$ 174.51 | 3,400 | D |
| Common Stock | 02/06/2014 | S | 2 | D | \$ 174.53 | 3,398 | D |
| Common Stock | 02/06/2014 | S | 200 | D | \$ 174.55 | 3,198 | D |
| Common Stock | 02/06/2014 | S | 100 | D | \$ 174.56 | 3,098 | D |
| Common Stock | 02/06/2014 | S | 200 | D | \$ 174.57 | 2,898 | D |
| Common Stock | 02/06/2014 | S | 400 | D | \$ 174.58 | 2,498 | D |
| Common Stock | 02/06/2014 | S | 100 | D | \$ 174.61 | 2,398 | D |
| Common Stock | 02/06/2014 | S | 100 | D | \$ 174.63 | 2,298 | D |
| Common Stock | 02/06/2014 | S | 300 | D | \$ 174.65 | 1,998 | D |
| Common Stock | 02/06/2014 | S | 200 | D | \$ 174.68 | 1,798 | D |
| Common Stock | 02/06/2014 | S | 100 | D | \$ 174.7 | 1,698 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| BOD Stock Option (right to buy) | \$ 88.6 | 02/06/2014 | | M | 4,000 | 05/01/2008 ⁽¹⁾ 04/30/2014 | Common Stock 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SPERO JOAN E C/O SECRETARY'S OFFICE, IBM CORPORATION NEW ORCHARD ROAD ARMONK, NY 10504 | X | | | |

Signatures

G. Kuehnel on behalf of J. E. Spero 02/07/2014
 __Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This grant vested in four equal annual installments; the last installment vested on the date shown above.

Remarks:

Additional transactions will be shown on a subsequent Form 4.

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